
LETTER FROM THE INDEPENDENT BOARD COMMITTEE



Tian Ge Interactive Holdings Limited

天鵲互動控股有限公司

(Incorporated in the Cayman Islands with limited liability)

(Stock Code: 1980)

18 December 2025

To the Independent Shareholders

Dear Sirs,

**MANDATORY UNCONDITIONAL CASH OFFER BY
ASTRUM CAPITAL MANAGEMENT LIMITED
FOR AND ON BEHALF OF
TRUESENSE TRADING LIMITED
TO ACQUIRE ALL THE ISSUED SHARES IN
TIAN GE INTERACTIVE HOLDINGS LIMITED
(OTHER THAN THOSE ALREADY OWNED
OR TO BE ACQUIRED BY
TRUESENSE TRADING LIMITED, MS. HONG YAN, MR. FU
ZHENGJUN AND BLUEBERRY WORLDWIDE HOLDINGS LIMITED)**

INTRODUCTION

We refer to the Composite Document jointly issued by the Company and the Offeror dated 18 December 2025, of which this letter forms part. Unless the context otherwise requires, terms used in this letter shall have the same meanings as those defined in the Composite Document.

We have been appointed by the Company to form the Independent Board Committee to consider the Offer and to advise the Independent Shareholders as to, in our opinion, whether or not the Offer is fair and reasonable and to make recommendation in respect of acceptance of the Offer.

Red Sun Capital Limited has been appointed as the Independent Financial Adviser with our approval to make recommendation to us in respect of Offer and, in particular, whether the Offer is fair and reasonable and to make recommendation in respect of the acceptance of the Offer. Details of its advice and recommendation, together with the principal factors and reasons which it has considered before arriving at such recommendation, are set out in the “Letter from the Independent Financial Adviser” in this Composite Document.

We also wish to draw your attention to the “Letter from the Board” and the additional information set out in the Appendices to this Composite Document.

LETTER FROM THE INDEPENDENT BOARD COMMITTEE

Taking into account the terms of the Offer and the independent advice and recommendations from the Independent Financial Adviser, we consider that the Offer to be fair and reasonable so far as the Independent Shareholders are concerned. Accordingly, we recommend the Independent Shareholders to accept the Offer.

The Independent Shareholders are recommended to read the full text of the section headed "Letter from the Independent Financial Adviser" set out in this Composite Document.

Yours faithfully,
For and on behalf of
the Independent Board Committee of
Tian Ge Interactive Holdings Limited

Ms. Cao Fei
Non-executive
Director

Mr. Tse Ming Lun Alan
Independent
non-executive Director

Mr. Wang Mingchun
Independent
non-executive Director

Mr. Lam Yick Man
Independent
non-executive Director



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